

# **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**DECEMBER 1, 2013 - DECEMBER 31, 2013**

<b>Matter Code</b>	<b>Project Category</b>	<b>Hours</b>	<b>Amount</b>
0003	Claim Analysis Objection, Resolution & Estimation (Asbestos)	0.1	\$ 73.50
0009	Asset Dispositions, Sales, Uses and Leases (Section 363)	0.1	73.50
0014	Case Administration	3.3	880.50
0017	Committee, Creditors', Noteholders', or Equity Holders'	1.9	1,805.00
0018	Fee Application, Applicant	4.3	1,203.50
0019	Creditor Inquiries	2.8	2,617.00
0036	Plan and Disclosure Statement	3.6	2,646.00
0037	Hearings	0.3	220.50
0040	Employment Applications - Others	0.1	73.50
	<b>Total</b>	<b>16.5</b>	<b>\$ 9,593.00</b>

## STROOCK

## INVOICE

DATE	January 29, 2014
INVOICE NO.	611670
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through December 31, 2013, including:

RE	Claim Analysis Objection, Resolution & Estimation (Asbestos) 699843 0003
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DATE	DESCRIPTION	NAME	HOURS
12/18/2013	Review Debtors' Motion to approve addendum to Settlement Agreement with Harper Insurance.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.1	\$ 735	\$ 73.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 73.50
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## STROOCK

RE	Asset Dispositions, Sales, Uses and Leases (Section 363) 699843 0009
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DATE	DESCRIPTION	NAME	HOURS
12/17/2013	Review Court's Order entered approving Debtors' QSF motion.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.1	\$ 735	\$ 73.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 73.50
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## STROOCK

RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
12/02/2013	Obtain and circulate recently docketed pleading in main case (.1); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.3
12/06/2013	Obtain and circulate recently docketed pleading in main case (.4); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.6
12/09/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
12/12/2013	Review Debtors' proposed Order re 49th Interim Fee Applications.	Wildes, D.	0.1
12/13/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
12/16/2013	Obtain and circulate recently docketed pleading in main case (.1); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.3
12/17/2013	Obtain and circulate recently entered orders in main case.	Mohamed, D.	0.3
12/17/2013	Review Court's Order entered approving 49th fee application.	Wildes, D.	0.1
12/23/2013	Obtain and circulate recently docketed pleadings in main case (.3); obtain recent pleading re Appeals case no. 12-1402 for attorney review (.1).	Mohamed, D.	0.4
12/30/2013	Obtain and circulate recently docketed pleadings in main case (.5); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.7
12/30/2013	Review Debtors' Amendments to Schedule F of Liabilities.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
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# STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Mohamed, David	3.0	\$ 220	\$ 660.00
Wildes, Denise K.	0.3	735	220.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 880.50	

## STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
12/23/2013	Review bank lenders' settlement motion; emails & t/c's re same.	Pasquale, K.	1.0
12/24/2013	Email, t/c's creditors re bank lenders' settlement issues.	Pasquale, K.	0.6
12/31/2013	T/c creditor re effective date; email B. Frezza re same.	Pasquale, K.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	1.9	\$ 950	\$ 1,805.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,805.00
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## STROOCK

RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
12/02/2013	Finalize SSL's 151st monthly fee application for filing (.3); prepare notice and CoS re same and forward to local counsel for filing (.4); prepare and effectuate service re fee application (.4).	Mohamed, D.	1.1
12/05/2013	Review revised fee detail and prepare draft of SSL's 152nd monthly fee application for attorney review.	Mohamed, D.	0.8
12/11/2013	Review and edit monthly fee application (.2); confs. Mohamed re same (.1).	Wildes, D.	0.3
12/12/2013	Revise draft of SSL's 152nd monthly fee application for attorney review.	Mohamed, D.	0.3
12/24/2013	Revise draft of SSL's 152nd monthly fee application for attorney review.	Mohamed, D.	0.2
12/24/2013	Emails Mohamed re review of 152nd monthly fee application.	Wildes, D.	0.1
12/26/2013	Review 152nd monthly fee application.	Wildes, D.	0.1
12/30/2013	Finalize SSL's 152nd monthly fee application for filing (.6); prepare notice and CoS re same and forward to local counsel for filing (.4); prepare and effectuate service re fee application (.4).	Mohamed, D.	1.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Mohamed, David	3.8	\$ 220	\$ 836.00
Wildes, Denise K.	0.5	735	367.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 1,203.50	

## STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
12/10/2013	T/c creditor re distribution details & status.	Pasquale, K.	0.3
12/12/2013	Review WRG press release re: emergence; t/c's & emails w/multiple creditors re: emergence.	Pasquale, K.	0.8
12/13/2013	T/c creditor re: emergence issues	Pasquale, K.	0.3
12/16/2013	Conf call w/creditor re history; emergence issues; follow-up email re same.	Pasquale, K.	1.2
12/31/2013	Emails Pasquale, Frezza re creditor inquiry re interest calculations for trade creditors under Plan (.1); review/forward Debtors' proposed Plan Exhibit re Allowed Claims and interest calculations included therein (.1).	Wildes, D.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	2.6	\$ 950	\$ 2,470.00
Wildes, Denise K.	0.2	735	147.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,617.00	

# STROOCK

RE	Expenses 699843 0024
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 0.00
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MATTER DISBURSEMENT SUMMARY
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Outside Messenger Service	\$ 31.32
Long Distance Telephone	3.62
Duplicating Costs-in House	0.40
TOTAL DISBURSEMENTS/CHARGES	\$ 35.34

## STROOCK

RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
12/05/2013	Review corresp. from Higgins re Allowed Claims exhibit to Plan and Committee review of same and call to discuss same.	Wildes, D.	0.1
12/09/2013	Begin review proposed Allowed Claims Exhibit (.2); emails Frezza and KP re same and re timing re exit (.1).	Wildes, D.	0.3
12/10/2013	Follow up emails Frezza, Higgins re conf. call to discuss Allowed Claims Exhibit to Plan.	Wildes, D.	0.1
12/11/2013	Prepare for and participate on conference call with Higgins and Blackstone to review/discuss Allowed Claims Exhibit to Plan and interest calculations for certain claims.	Wildes, D.	1.0
12/23/2013	Review Debtors' Motion to approve settlement with Bank Lenders re Post-Petition Interest to be paid under Plan and review settlement (.3); emails Frezza and Pasquale re same (.2); review letter filed with Third Circuit re proposed settlement w/ Banks of appeal (.1); draft memo to committee re proposed settlement with Bank Lenders (.7); email KP re same (.1); revise, finalize and send memo to Committee (.2); corresp. w/ Christie at Sealed Air re same (.1).	Wildes, D.	1.7
12/24/2013	Emails Frezza and Committee members re proposed settlement with Bank Lenders and expected date of emergence/plan effectiveness.	Wildes, D.	0.2
12/31/2013	Corresp. with Higgins re updating Allowed Claims Exhibit to reflect agreement with banks re post-petition interest to be paid under Plan and re timing re filing of Exhibit re Allowed Claims with Court (.1); emails Pasquale and Frezza re same (.1).	Wildes, D.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
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# STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	3.6	\$ 735	\$ 2,646.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,646.00	

## STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
12/16/2013	Review agenda for hearing (.1); conf. Mohamed re sign-up for Courtcall for hearing (.1).	Wildes, D.	0.2
12/17/2013	Review notice re cancelation of court hearing.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.3	\$ 735	\$ 220.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 220.50	

## STROOCK

RE	Employment Applications - Others 699843 0040
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DATE	DESCRIPTION	NAME	HOURS
12/17/2013	Review Court's Order approving amended Blackstone retention.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.1	\$ 735	\$ 73.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 73.50
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 9,593.00
TOTAL DISBURSEMENTS/CHARGES	\$ 35.34
TOTAL BILL	\$ 9,628.34

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.